

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	§	Chapter 11
VANGUARD NATURAL RESOURCES, LLC, <i>et al.</i> , <sup>1</sup>	§	Case No. 17-30560
Debtors.	§	(Jointly Administered)
	§	<b>Obj. Deadline: March 30, 2017 at 4:00 p.m. (CT)</b>
	§	<b>Hearing Date: April 5, 2017 at 9:00 a.m. (CT)</b>

**NOTICE OF HEARING TO CONSIDER APPROVAL OF DISCLOSURE STATEMENT  
RELATING TO JOINT PLAN OF REORGANIZATION OF VANGUARD NATURAL  
RESOURCES, LLC, ET AL., PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE**

PLEASE TAKE NOTICE THAT:

On February 25, 2017, Vanguard Natural Resources, LLC and its affiliated debtors as debtors in possession (collectively, the “Debtors”) filed the *Joint Plan of Reorganization of Vanguard Natural Resources, LLC et al., Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 215] (as modified, amended, or supplemented from time to time, the “Plan”)<sup>2</sup> and the *Disclosure Statement Relating to the Joint Plan of Reorganization of Vanguard Natural Resources, LLC et al., Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 215] (as modified, amended, or supplemented from time to time, the “Disclosure Statement”).

A hearing will be held before the Honorable Marvin Isgur, United States Bankruptcy Judge, of the United States Bankruptcy Court for the Southern District of Texas (the “Court”), Courtroom 404, 515 Rusk Street, Houston, Texas 77002, on **April 5, 2017 at 9:00 a.m. (prevailing Central Time)** (the “Hearing”) to consider the entry of an order, among other things, determining that the Disclosure Statement contains “adequate information” within the meaning ascribed to such term in section 1125 of the Bankruptcy Code and approving the Disclosure Statement.

Any party in interest wishing to obtain a copy of the Disclosure Statement and the Plan should telephone Prime Clerk LLC at (844) 596-2260 ((or outside of the United States at (929) 333-8976. Interested parties may also examine the Disclosure Statement and the Plan free of charge at <http://cases.primeclerk.com/vanguard>. In addition, the Disclosure Statement and Plan are on file with the Court and may be examined by accessing the Court’s website: <http://www.txs.uscourts.gov>. Note that a PACER password and login are needed to access documents on the Court’s website. A PACER password can be obtained at: <http://www.pacer.psc.uscourts.gov>.

Objections, if any, to approval of the Disclosure Statement must: (a) be in writing; (b) be in the English language; (c) state the name and address of the objecting party and the amount and nature of the claim or interest of such party; (d) state with particularity the basis and nature of any objection to the Disclosure Statement; and (e) be filed, together with proof of service, with the Court and served so that they are actually received by the following parties no later than **March 30, 2017 at 4:00 p.m. (prevailing Central Time)**: (i) counsel for the Debtors, (x) Paul Hastings LLP, 71 S. Wacker Drive, 45th Floor, Chicago, Illinois 60606, Attn: Chris Dickerson, Esq. and Todd Schwartz, Esq. and (y) Paul Hastings LLP, 600 Travis Street, 58th Floor, Houston, Texas 77002, Attn: James T. Grogan, Esq. and Danny Newman, Esq.; (ii) counsel to the Creditors’ Committee, Akin Gump Straus Hauer & Feld

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Vanguard Natural Resources, LLC (1161); Eagle Rock Acquisition Partnership, L.P. (6706); Eagle Rock Acquisition Partnership II, L.P. (0903); Eagle Rock Energy Acquisition Co., Inc. (4564); Eagle Rock Energy Acquisition Co. II, Inc. (3364); Eagle Rock Upstream Development Company, Inc. (0113); Eagle Rock Upstream Development Company II, Inc. (7453); Encore Clear Fork Pipeline LLC (2032); Escambia Asset Co. LLC (3869); Escambia Operating Co. LLC (2000); Vanguard Natural Gas, LLC (1004); Vanguard Operating, LLC (9331); VNR Finance Corp. (1494); and VNR Holdings, LLC (6371). The location of the Debtors’ service address is: 5847 San Felipe, Suite 3000, Houston, Texas 77057.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Plan.

LLP, 1 Bryant Park, New York, New York 10036, Attn: Michael S. Stamer, Esq. and Meredith A. Lahaie, Esq.; (iii) counsel for the First Lien Agent, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn.: Stephen Karotkin, Esq. and Joseph Smolinsky, Esq.; (iv) counsel for the ad hoc group of second lien noteholders, Morrison & Foerster LLP, 250 West 55th Street, New York, New York 10019, Attn.: John Pintarelli; (v) counsel for the ad hoc group of unsecured noteholders, Milbank, Tweed, Hadley & McCloy LLP, 28 Liberty Street, New York, New York 10005, Attn.: Samuel A. Khalil, Esq.; and (vi) the U.S. Trustee, Office of the United States Trustee for the Southern District of Texas, 515 Rusk Street, Suite 3516, Houston Texas 77002, Attn: Christine March.

**IF AN OBJECTION TO THE DISCLOSURE STATEMENT IS NOT FILED AND SERVED AS PRESCRIBED HEREIN, THE OBJECTING PARTY MAY BE BARRED FROM OBJECTING TO THE DISCLOSURE STATEMENT OR THE ADEQUACY THEREOF AND MAY NOT BE HEARD AT THE HEARING.**

Upon approval of the Disclosure Statement by the Court, any party in interest that is entitled to vote on the Plan will receive a copy of the Disclosure Statement, the Plan, and various documents related thereto, unless otherwise ordered by the Court.

The Hearing may be adjourned from time to time without further notice to parties in interest other than by an announcement in Court of such adjournment on the date scheduled for the Hearing or as indicated in any notice of agenda of matters scheduled for hearing filed by the Debtors with the Court.

Dated: February 25, 2017

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- and -

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